

B 210A (Form 210A) (12/09)

UNITED STATES BANKRUPTCY COURT

SOUTHERN DISTRICT OF NEW YORK

In re Lehman Brothers Holdings Inc., et al., Debtors.

Case No. 08-13555 (JMP)
(Jointly Administered)

TRANSFER OF CLAIM OTHER THAN FOR SECURITY

A CLAIM HAS BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. § 1111(a). Transferee hereby gives evidence and notice pursuant to Rule 3001(e)(2), Fed. R. Bankr. P., of the transfer, other than for security, of the claim referenced in this evidence and notice.

Goldman Sachs Lending Partners LLC
Name of Transferee

CVI GVF (Lux) Master S.a.r.l.
Name of Transferor

Name and Address where notices to transferee should be sent:

Goldman Sachs Lending Partners LLC
c/o Goldman, Sachs & Co.
30 Hudson Street, 38th Floor
Jersey City, NJ 07302
Attn: Lauren Day
Email: gsd.link@gs.com

Court Claim # (if known): 28820
Amount of Claim: \$30,489,845.00
Date Claim Filed: 9/22/09
Debtor: Lehman Brothers Special Financing Inc.

With a copy to:
Richards Kibbe & Orbe LLP
Attn: Managing Clerk
One World Financial Center
New York, NY 10281

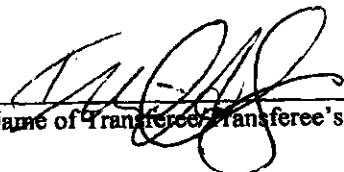
Phone: 212-902-1040
Last Four Digits of Acct #: _____

Phone: _____
Last Four Digits of Acct. #: _____

Name and Address where transferee payments should be sent (if different from above):

Phone: _____
Last Four Digits of Acct #: _____

I declare under penalty of perjury that the information provided in this notice is true and correct to the best of my knowledge and belief.

By:  _____
Name of Transferee/Transferee's Agent

Date: 6/1/11

Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 Y.S.C. §§ 152 & 3571.

EVIDENCE OF TRANSFER OF CLAIM

TO: THE DEBTOR AND THE BANKRUPTCY COURT

For value received, the adequacy and sufficiency of which are hereby acknowledged, CVI GVF (Lux) Master S.a.r.l. ("Assignor") hereby unconditionally and irrevocably sells, transfers and assigns to Goldman Sachs Lending Partners LLC ("Assignee"), all of Assignor's right, title, interest, claims¹ and causes of action in and to, or arising under or in connection with KeyBank National Association's claims set forth in Proof of Claim Number ~~28819~~, as amended and supplemented by Proof of Claim Number 67462 (collectively, the "Claim"), against Lehman Brothers Holdings, Inc. (the "Debtor"), the debtor-in-possession in Case No. 08-13555 (the "Case") under Chapter 11 of the Bankruptcy Code (11 U.S.C. § 101 et. seq.) (the "Bankruptcy Code") in the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court"), and any and all other proofs of claim filed by Assignor with the Bankruptcy Court in respect of the Assigned Claim (as defined below).

Assignor hereby waives any objection to the transfer of its ownership interest in and to the Claim assigned to Assignee (the "Assigned Claim") on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. Assignor acknowledges and understands, and hereby stipulates, that an order of the Bankruptcy Court may be entered without further notice to Assignor transferring to Assignee the Assigned Claim and recognizing the Assignee as the sole owner and holder of the Assigned Claim for all purposes, including, without limitation, voting and distribution purposes. Assignor further directs the Debtor, the Bankruptcy Court and all other interested parties that all further notices relating to the Assigned Claim, and all payments or distributions of money or property in respect of the Assigned Claim, shall be delivered or made to the Assignee.

IN WITNESS WHEREOF, this Evidence of Transfer of Claim is executed on June 1st, 2011.

GOLDMAN SACHS LENDING PARTNERS LLC

By: 
Name: Ivan Anderson
Title: Authorized Signatory

CVI GVF (LUX) MASTER S.A.R.L.

By: _____
Name: _____
Title: _____

¹ As that term is defined in 11 USC § 101(5).
629017v.6 153/05709

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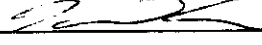
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GOLDMAN SACHS LENDING PARTNERS LLC

By: _____
Name:
Title:

CVI GVF (LUX) MASTER S.A.R.L.
BY CARVAL INVESTORS UK LIMITED

By: 
Name:
Title: DAVID SHORT
OPERATIONS MANAGER

¹ As that term is defined in 11 USC § 101(5).
629017v.6 153/05709

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Name of Transferor

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Goldman Sachs Lending Partners LLC
c/o Goldman, Sachs & Co.
30 Hudson Street, 38th Floor
Jersey City, NJ 07302
Attn: Lauren Day
Email: gsd.link@gs.com

Court Claim # (if known): 67462 (which amended 28819)

Amount of Claim: \$30,489,845.00
Date Claim Filed: 4/19/11 (originally filed 9/22/09)
Debtor: Lehman Brothers Holdings Inc.

With a copy to:
Richards Kibbe & Orbe LLP
Attn: Managing Clerk
One World Financial Center
New York, NY 10281

Phone: 212-902-1040
Last Four Digits of Acct #: _____

Phone: _____
Last Four Digits of Acct. #: _____

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Phone: _____
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